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BEFORE THE ARIZONA CORPORATION COMMISSION

COMMISSIONERS

GARY PIERCE - Chairman  
BOB STUMP  
SANDRA D. KENNEDY  
PAUL NEWMAN  
BRENDA BURNS

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AZ CORP COMMISSION  
DOCKET CONTROL

Arizona Corporation Commission  
**DOCKETED**

JAN 10 2012

DOCKETED BY

IN THE MATTER OF THE APPLICATION  
OF DELLS WATER COMPANY, INC. FOR  
APPROVAL OF THE SALE OF ITS ASSETS  
AND FOR THE TRANSFER OF ITS  
CERTIFICATE OF CONVENIENCE AND  
NECESSITY TO ACME WATER, LLC.

DOCKET NO. W-01384A-11-0243  
DOCKET NO. W-20809A-11-0243

IN THE MATTER OF THE APPLICATION  
OF WILHOIT WATER COMPANY, INC.  
FOR APPROVAL OF THE SALE OF ITS  
ASSETS AND FOR THE TRANSFER OF ITS  
CERTIFICATE OF CONVENIENCE AND  
NECESSITY TO ACME WATER, LLC.

DOCKET NO. W-02065A-11-0246  
DOCKET NO. W-20809A-11-0246

**PROCEDURAL ORDER**

**BY THE COMMISSION:**

On June 16, 2011, Dells Water Company, Inc. ("DWC") and Wilhoit Water Company, Inc. ("WWC") (collectively "the Utilities") each filed with the Arizona Corporation Commission ("Commission") an application for approval of the sale of their assets and the transfer of their Certificate of Convenience and Necessity ("CC&Ns") to ACME Water, LLC ("ACME"). The Utilities' each provide water services to various parts of Yavapai County, Arizona, pursuant to their respective CC&Ns.

On July 5, 2011, DWC and WWC each docketed certification that notice of the applications had been mailed and published in their respective CC&N service areas.

On December 16, 2011, the Commission's Utilities Division ("Staff") filed Staff Reports in each docket recommending approval of both DWC's and WWC's applications.

On December 23, 2011, DWC and WWC each filed a letter in their respective above-captioned dockets stating the Utilities have no objections to Staff's recommendations and that each request that the dockets be consolidated for purposes of hearing. No objections to the Utilities' requests for consolidation have been filed.

1       The above-captioned dockets involve the sale of assets and the transfer of CC&Ns from DWC  
2 and WWC to ACME. Both DWC and WWC are owned by the same entity. Therefore, it is  
3 appropriate to consolidate the above-captioned dockets for purposes of hearing.

4       The applications filed on behalf of DWC and WWC show they were signed by Mr. Jim West,  
5 acting as Manager for both DWC and WWC. A review of the Commission's STARPASS system  
6 also lists Mr. Jim West as Manager of ACME. Accordingly, it appears that Mr. Jim West may intend  
7 to represent both the Utilities as well as ACME in these proceedings. Arizona Administrative Code  
8 ("A.A.C.") R14-3-106, requires formal documents (such as the applications filed in this matter) to be  
9 signed by an appropriate authorized individual, officer, or attorney. Further, under Arizona Supreme  
10 Court Rule 31(d)(28)(A-C), in matters before the Commission, a public service corporation must be  
11 represented by an Arizona licensed attorney or may be represented by a corporate officer, employee,  
12 or a member who is not an active member of the state bar as long as the specific provisions set forth  
13 of subsections A-C of the rule are met. No documents have been filed to demonstrate compliance  
14 with Arizona Supreme Court Rule 31(d)(28)(A-C). Therefore, and also because Mr. Jim West is  
15 representing his own interest as the Manager of ACME, it is appropriate to require DWC and WWC  
16 to retain either an Arizona licensed attorney to represent its interests in these matters or file an  
17 affidavit specifically identifying and authorizing a corporate officer, employee (other than Mr. Jim  
18 West), or a non-active state bar member to represent its interests.

19       IT IS THEREFORE ORDERED that the above-captioned dockets are hereby consolidated for  
20 purposes of hearing.

21       IT IS FURTHER ORDERED that Dells Water Company, Inc. and Wilhoit Water Company,  
22 Inc. shall, by January 31, 2012, file a notice of appearance by an Arizona licensed attorney to  
23 represent its interests in these consolidated dockets or file an affidavit identifying a corporate officer,  
24 employee (other than Mr. Jim West), or a non-active state bar member who is specifically authorized  
25 to appear on behalf of the public service corporations. The affidavit shall also demonstrate  
26 compliance with Arizona Supreme Court Rule 31(d)(28)(A-C).

27       IT IS FURTHER ORDERED that Dells Water Company, Inc. and Wilhoit Water Company,  
28 Inc. shall, by January 31, 2012, file documentation by either its attorney or its representative (as

described in the preceding paragraph) verifying that the applications for the sale of assets and transfer of CC&Ns are filed on behalf of the Utilities.

IT IS FURTHER ORDERED that the timeclock in this matter is hereby suspended.


IT IS FURTHER ORDERED that the Ex Parte Rule (A.A.C. R14-3-113-Unauthorized Communications) applies to this proceeding and shall remain in effect until the Commission's Decision in this matter is final and non-appealable.

**IT IS FURTHER ORDERED that all parties must comply with Arizona Supreme Court Rules 31 and 38 and A.R.S. §40-243 with respect to the practice of law and admission *pro hac vice*.**

IT IS FURTHER ORDERED that withdrawal of representation must be made in compliance with A.A.C. R14-3-104(E) and Rule 1.16 of the Rules of Professional Conduct (Arizona Supreme Court Rule 42). Representation before the Commission includes the obligation to appear at all hearings, procedural conferences, Open Meetings for which the matter is scheduled for discussion, unless counsel has previously been granted permission to withdraw by the Administrative Law Judge or Commission.

IT IS FURTHER ORDERED that the Presiding Officer may rescind, alter, amend, or waive any portion of this Procedural Order either by subsequent Procedural Order or by ruling at hearing.

DATED this 10<sup>th</sup> day of January, 2012

  
YVETTE B. KINSEY  
ADMINISTRATIVE LAW JUDGE

Copies of the foregoing mailed/delivered this 10<sup>th</sup> day of January, 2012 to:

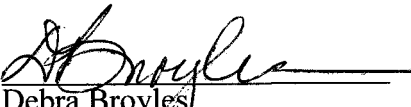
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21 By:   
22 Debra Broyles  
23 Secretary to Yvette B. Kinsey  
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